

AMENDED
SCHEDULES
to
ASSET PURCHASE AGREEMENT
among
CHATHAM CREDIT MANAGEMENT III, LLC
and
BUFFET PARTNERS, L.P.
dated as of March 28, 2014

These Amended Schedules (these "Schedules" and each, a "Schedule") are being delivered in accordance with, and are incorporated and made part of that certain Asset Purchase Agreement, dated as of March 28, 2014 (as amended, the "Agreement"), by and among Chatham Credit Management III, LLC, a Georgia limited liability company ("Purchaser") and Buffet Partners, L.P., a Texas limited partnership ("Seller"). Capitalized terms used in these Schedules but not otherwise defined herein will have the respective meanings given to them in the Agreement.

Matters reflected in these Schedules are not necessarily limited to matters required by the Agreement to be reflected in these Schedules, which additional matters are included for information purposes only. Information disclosed in any Schedule shall be deemed to be disclosed on any other Schedule to the extent that it is reasonably apparent from the face of such disclosure that such disclosure is applicable to such other Schedule or Schedules, without the necessity of a cross-reference.

Nothing in these Schedules will be deemed or will constitute an admission of any liability or obligation of any party to any third party, nor an admission to any third party against the interests of any or all of the parties.

All descriptions of any documents appearing herein are summary in nature and are qualified by reference to the complete documents. The information contained herein is subject to the confidentiality provisions contained in the Agreement.

The undersigned have signed these Schedules on June 20, 2014.

FRESH ACQUISITIONS, LLC, a Delaware limited liability company

By: Chatham Credit Management III, LLC, a Georgia limited liability company, its Manager

By: 

Name: Brian Wang

Its: Sr. Managing Director

BUFFET PARTNERS, L.P.

By: Buffet G.P., Inc.

Its: General Partner

By: _____

Barry M. Barron, Sr.
CEO

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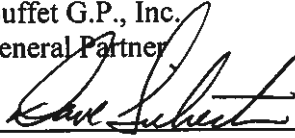
FRESH ACQUISITIONS, LLC, a Delaware limited liability company

By: Chatham Credit Management III, LLC, a Georgia limited liability company, its Manager

By: _____
Name: _____
Its: _____

BUFFET PARTNERS, L.P.

By: Buffet G.P., Inc.
Its: General Partner

By:  _____
Dave Siebert
CFO

LIST OF SCHEDULES

<u>SCHEDULE</u>	<u>DESCRIPTION</u>
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3	Seller Disclosure Schedule
4	Purchaser Disclosure Schedule
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Schedule 1.1 – Pre-Petition Financing

1. Promissory Note (Advances), dated April 3, 2009, in the original principal amount of \$5,479,740.31, executed by Borrower, payable to the order of Chatham Credit Management III, LLC, as Administrative Agent;
2. Amended and Restated Promissory Note (Term Loan A), dated April 3, 2009, in the original principal amount of \$12,499,999.95, executed by Borrower, payable to the order of Chatham Credit Management III, LLC, as Administrative Agent;
3. Second Amended and Restated Promissory Note (Term Loan B), dated April 3, 2009, in the original principal amount of \$8,495,610.58, executed by Borrower, payable to the order of Chatham Capital Management II, LLC, a Georgia limited liability company, not individually, but as agent for Chatham Investment Fund QPII, LLC and Chatham Investment Fund II, LLC, as assigned to Chatham Credit Management III, LLC, not individually but as agent for Chatham Investment Fund III, LLC and Chatham Investment Fund QPIII, LLC, pursuant to that certain Assignment and Acceptance Agreement dated August 12, 2013;
4. Promissory Note (Term Loan X), dated April 3, 2009, in the original principal amount of \$2,950,000.00, executed by Borrower, payable to the order of Chatham Credit Management III, LLC, as Administrative Agent;
5. Promissory Note (Term Loan X Add On), dated November 4, 2011, in the original principal amount of \$3,000,000.00, executed by Borrower, payable to the order of Chatham Credit Management III, LLC, not individually, but as agent for Chatham Investment Fund QPIII, LLC and Chatham Investment Fund III, LLC; and
6. Promissory Note (Priority Advance), dated August 29, 2013, in the original principal amount of \$1,000,000.00, executed by Borrower, payable to the order of Chatham Credit Management III, LLC, not individually, but as agent for Chatham Investment Fund QPIII, LLC and Chatham Investment Fund III, LLC.

Schedule 2.1(b) – Included Contracts

Included Contracts	
Vendor Name	Description of Contract
ACE	D&O, EPL & Fiduciary Insurance
Admiral Linen	Linen and mat service
AIG	Network Security
Air Gas	CO2 for the stores soft drink machines
Air Liquide	Dynamic Foods - liquid Nitrogen
Allen Canning Co	Purchase contract; Canned Vegetables
Aloha - Radiant Systems	POS - On line reporting
American Bankers	NFIP Insurance
Ameripride Services	Linen and Mat service
AP Food Sales	Food Broker
Aramark	318 - Linen and mat service
ASO Agreement/TPA, United Healthcare	UHC Admin Agreement
AT&T	Telecom services for retained locations
Atmos Energy	Gas Contract for W. TX units & DF plant
Bellah & Associates	Food Broker
BioControl Systems	Provide Swabs for MVP ICON
Brinks US.	Armored service for 311
CCS Quickship	Disaster Recovery Services - Hardware
Cigna	Dental Insurance for employees
Cintas	Uniform Service
Clear Channel	Wireless Internet backup for 318
Clear Channel	Outdoor Bulletin Advertising - 500
CNA	General Liability Excess Care
CNE Gas	Gas
Compass Professional Health Services	Employees assistance with medical plan
ConAgra	Estimated Contract Residual 11,335 cases; Ketchup and Rotel
ConneX Systems Inc.	Maintenance Agreement
Consolidated Edison Solutions, Inc.	Electric for approx. 10 units plus corporate office
Creative Restaurant Services	Exit interviews for Managers, Consulting for Ops. Manual
Crunch Time	License Agreement
Crunch Time Information Systems	Agreement - System to manage Food Cost, Labor etc.
Dexter Service Agreement	Risk Administration
Dickinson Frozen Foods	Purchasing agreement
Discover Link	Learning Management System
Dr Pepper/Seven Up, Inc.	Purchasing agreement
Eco Lab Dish Machine leases	Dish machines - all stores
Eco Lab Water Softener Leases	Water Softeners in certain stores
Ecolab	Cleaning Chemicals
Fidelity Investments	401K Service Agreement

Vendor Name	Description of Contract
Fiddler Marketing	Food Broker
Garda	Armored Service
GreatAmerica Financial Services	Xerox Copier Systems
Headrick Outdoor Media	Sulphur Springs - Billboard
Hyster Capital	Operating lease
IBM Credit	iSeries software and hardware maintenance
IBM/Kenaxa	Click and Hire application/assessment portal
IBM	Service Elite, Tape Drive Hardware Maintenance
Idahoan Foods	Purchasing agreement; Mashed Potatoes, Hash Browns
Indian Harbor Insurance Co	Poll Legal Liability & UST's Insurance
InfoSync Agreement	Outside Accounting Services
International Food Products	Purchasing agreement; Granulated Sugar
Iron Mountain	Secure Storage for corporate files
J R Simplot Co	Purchasing agreement; French Fries & Sweet Rstd Corn
J.M. Smucker Co.	Purchasing agreement; Evap Milk
JC's Terminex	Pest Control
John Sanfilippo	Food Broker
Konica Minolta - DF	Copier lease
Lincoln Life	Life/ADD,STD, LTD Provider
Lloyd's of London	Motor Truck Cargo Insurance, Prod Recall
Lookout Agreement	I-9 licensing
Loomis	Armored service
Maxus Capital Group	Schedule 2 (Store 319) and Schedule 3 (Dynamic/Lubbock)
Messageware Incorporated	Software License Agreement
Mexus Group LP	Wireless internet for #500
Morgan Birge & Assoc.	Phone maintenance for Plano and Lubbock
National Frozen Foods	Purchasing Agreement
Northwest Fire Protection	Fire inspection
North American	Tx Nonsubscribers employee injury plan
NuCo2 Agreement	CO2 for the stores soft drink machines
Okeene Milling Co	Supply agreement
Old Seville Waste Management	Various stores - Trash pickup and other waste services
One Source	Tax Lookup Software
Peterson Farms / Cherrco	Purchasing agreement; IQF Cherries
Pictsweet	Purchasing agreement
Pitney Bowes	Postage Meter Rental
Pitney Bowes	Software (SoftGuard)
Premium Assignment Corp	Financing for Annual Insurance Package
Pro Act	Broker; Fresh Produce Contract for the Stores (see below)
Producers Rice Mill, Inc.	Purchasing agreement; Rice
Protection One	Fire alarm and monitoring for DFW stores.
Providence Risk	Admin & Claims costs for TNS - TPA

Vendor Name	Description of Contract
Qwest - Century Link	Telecom service
R3/Papercraft	Pricing letter
Radiant Software License	POS - On line reporting, See Aloha Contract
Rich Products	Purchasing agreement; Whip Topping, Biscuits, Pizza Crust
Ricoh - Print Solutions Maintenance	DF Printer Maintenance
Rocket Software/Aldon	iSeries change Management Software
Safesite	Offsite data storage
Sand Trap Service	Pump Greasetrap - 319
Sara Lee	Purchasing agreement; Texas Toast
Securitas Security Systems	Security services
Seenergy Foods Limited	Purchasing agreement; Black Beans IQF - Brinker
Simplex Grinnell	Service agreement, fire systems inspection
Snagajob	Job Postings online for field hourly
Sedgwick	Admins and claims costs - GL policy TPA
Summer Prize Fruit Co	Food Broker
Supply One	Purchasing Agreement
Sure Fresh	Purchasing Agreement
Swisher	Restroom Cleaning Service - 148 - 318
TALX Employer Service	Unemployment Claims Management
Transamerica Life Ins.	Employee paid supplemental insurance plans
Travelers	Umbrella Insurance
Tri-venture Marketing	Food Broker
UHC	Stoploss for Medical ASO Plan, Service agreement - TPA for medical plans
VALASSIS DIRECT MAIL INC	Online marketing and direct mail
Ventura Foods	Purchasing agreement; shortenings and oils
VSP	Vision Plan
Wells Fargo Client Service Agreement	Property and casualty insurance agreement
Wells Fargo Merchant Agreement	Merchant Processor Service Agreement
Wells Fargo Merchant Agreement	Zurich - Property, Auto Insurance, Workers Comp All States but TX
Zurich	Property, Auto Insurance, Workers Comp All States but TX

Pro Act Vendors (Fresh Produce Contract for the Stores)

Hardies Fruits &
 Vegetables
 Potato Specialty Co.
 Loffredo Fresh
 Produce Co
 Stern Produce Co.
 Segovias Distributing,
 Inc.
 Tulsa Fruit Company
 Go Fresh
 Food Services of
 America

**Lonestar Logos &
Signs LLC Inc.**

<u>Contract Number</u>	<u>Description</u>
O-39500-SM31	Billboard - IH 027 @ Exit 049
O-39525-SP9Q	Billboard - IH 040 @ Exit 064
O-40597-951Y	Billboard - IH 030 @ Exit 124
O-40930-8B7H	Billboard - IH 020 @ Exit 134
O-41186-NTSF	Billboard - IH 030 @ Exit 052A
O-41522-PXBV	Billboard - IH 635 @ Exit 011A
O-41644-8RZD	Billboard - SH 151 @ Exit IH 410
O-38266-7ZC1	Billboard - LP 0289 @ Exit INDIANA AVE
O-44853-9C52	Billboard - IH 010 @ Exit 032
O-44152-3QSM	Billboard - LP 0250 @ Exit SH 191
O-45528-8K9T	Billboard - IH 020 @ Exit 450

Unexpired Real Property Leases

Vendor Name	Description of Contract	Location of Lease
One Energy Shopping Center LLC	Lease	#101-Odessa, TX
MCM Properties LTD	Lease	#102-Odessa, TX
Tomorrow IX Broadmoor, LP	Lease	#103-Hobbs, NM
Mesa Center, LLC	Lease	#104-Midland, TX
Boston and Mays LLC	Lease	#110-Amarillo, TX
WFC Wyoming NM, LLC	Lease	#115-Albuquerque, NM
505 Cordova LLC	Lease	#116 Santa -FE, NM
The Holland Island, LLC	Lease	#123-Amarillo, TX
ARC CAFEUSA001,LLC	Lease	#148-Garland, TX
Segura Investors XII, LLC	Lease	#160-Albuquerque, NM
San Juan Plaza Partners	Lease	#175-Farmington, NM
Joe E. Monarrez, Jr. and Bricia Margarita Monarrez, Co-trustees of the Monarrez Family Trust Dated 2/4/2010	Lease	#176-Plainview, TX
Anchor Equities, Ltd	Lease	#190-Lubbock, TX
MDJ Furrs Alta, LLC	Lease	#191-Ft. Worth, TX
National Retail Properties, LP	Lease	#204-McAllen, TX
Hume Arizona Holdings, LLC	Lease	#231-Tucson, AZ
Hume Investment Advisors, LLC	Lease	#234-Dallas, TX
Arthur N. Rupe Foundation	Lease	#235-Lubbock, TX
Michael & Sandra Trammel	Lease	#302-Sulphur Springs, TX
National Retail Properties, LP	Lease	#311-Moore, OK
Rogers Avenue Properties, LLC	Lease	#312-Ft. Smith, AR
National Retail Properties, LP	Lease	#313-Arlington, TX
N3 335 Plano TX LLC	Lease	#319-Plano, TX
Las Palmas Dunhill LP	Lease	#500-El Paso, TX
IndCor Properties	Lease	Plano – Corp. Office

Principal Balance of Capital Leases -

Maxus (Schedule 2, Store #319)	\$448,304.00
Maxus (Schedule 3, Dynamic – Lubbock)	\$111,450.75
Great American Financial	\$ 4,055.75


Schedule 2.1(d)(i) – Owned Real Property



1. Food Processing Manufacturing Plant Land, Dynamic Foods, 1001 E. 33rd Street, Lubbock, TX 79404 – Land Value and Property Improvements
2. Building and improvements subject to ground lease; store #500 – El Paso, TX



Schedule 2.1(d)(ii) – Leased Real Property

Site #	Address	City	State
101	3120 Andrews Highway	Odessa	TX
102	4101 East 42 nd Street	Odessa	TX
103	North Turner & Sanger	Hobbs	NM
104	1116 N Midkiff	Midland	TX
110	2640 Wolflin Square	Amarillo	TX
115	2272 Wyoming , N.E.	Albuquerque	NM
116	522 Cordova	Santa Fe	NM
123	2201 Southwestern St #145	Amarillo	TX
148	1540 Eastgate Dr.	Garland	TX
160	5001 Montgomery Plaza #109	Albuquerque	NM
175	3030 E. Main	Farmington	NM
176	3605 Olton Road	Plainview	TX
190	2817 Loop 289 South	Lubbock	TX
191	3233 Alta Mere Drive	Ft. Worth	TX
204	901 W Expressway	McAllen	TX
231	1095 W St. Mary's	Tucson	AZ
234	6465 Samuell Blvd.	Dallas	TX
235	6001 Slide Road	Lubbock	TX
302	1300 Mockingbird Lane	Sulphur Springs	TX
311	1201 S. Interstate Dr.	Moore	OK
312	5707 Rogers Avenue	Fort Smith	AR
313	300 E Interstate 20 Highway	Arlington	TX
319	1900 N Central Expressway	Plano	TX
500	11925 Gateway West Blvd.	El Paso	TX
Corp	2701 E. Plano Parkway, Ste 200	Plano	TX

Schedule 2.1(e) – Purchased Intellectual Property

Trademark Information	State/Country	Goods/Services	Deadline(s)
FURR’S Serial No. 19165 Filing Date: December 15, 1977 Registration No. 19165 Registration Date: December 15, 1977	Arizona	IC 14: Prepared foods and/or ingredients thereof.	<i>Registered</i> 12/14/2017 – Renewal due.
DYNAMIC FOODS Serial No. 74/285,258 Filing Date: June 16, 1992 Registration No. 1,987,794 Registration Date: July 23, 1996	USA	IC29: G & S: meat; seafood; prepared foods; namely, beef and pork cutlets and patties; organ meats; fish filets; prepared entrees consisting primarily of meat, fish, poultry or vegetables; and desserts; namely, fruit-based pie fillings and fruit-based dessert toppings IC 30: bakery goods; sauces; prepared foods; namely, bread products in the nature of bread loaves, rolls, dumplings, biscuits, pie crusts and bread crumbs; and desserts; namely, pies, cakes, and cobblers; prepared entrees consisting primarily of pasta or rice.	<i>Registered</i> 07/23/2016 – Section 8 & 9 renewal due.
DYNAMIC FOODS (and Design)  Serial No. 77/206,504 Filing Date: June 14, 2007 Registration No. 3,584,008 Registration Date: March 3, 2009	USA	IC29: Meat; seafood, not live; prepared foods, namely, beef and pork cutlets and patties; organ meats made of liver; fish filets; prepared entries consisting primarily of meat, fish, poultry or vegetables; and desserts, namely, fruit-based pie fillings and fruit-based dessert toppings. IC30: Bakery goods; sauces; prepared foods, namely, bread products in the nature of bread loaves, rolls, dumplings, biscuits, pie crusts and bread crumbs; and desserts; namely, pies, cakes and cobblers; prepared entries consisting primarily of pasta or rice.	<i>Registered</i> 03/03/2015 – Section 8 & 15 Declaration due. 03/03/2019 – Section 8 & 9 renewal due.

Trademark Information	State/Country	Goods/Services	Deadline(s)
FURR'S Serial No. 74/067,344 Filing Date: June 11, 1990 Registration No. 1,870,079 Registration Date: December 27, 1994	USA	IC 42: Restaurant services.	<i>Registered</i> 12/27/2014 – Section 8 & 9 renewal due.
FURR'S FAMILY BUFFET Serial No. 78/848,164 Filing Date: March 28, 2006 Registration No. 3,208,318 Registration Date: February 13, 2007	USA	IC 43: Restaurant services.	<i>Registered</i> 02/13/2017 – Section 8 & 9 renewal due.
FURR'S FAMILY BUFFET (and Logo)  Serial No. 78/848,146 Filing Date: March 28, 2006 Registration No. 3,208,315 Registration Date: February 13, 2007	USA	IC 43: Restaurant services.	<i>Registered</i> 02/13/2017 – Section 8 & 9 renewal due.
FURR'S FAMILY DINING Serial No. 74/067,337 Filing Date: June 11, 1990 Registration No. 1,878,073 Registration Date: February 7, 1995	USA	IC 42: Restaurant services.	<i>Registered</i> 02/07/2015 – Section 8 & 9 renewal due.
FURR'S FRESH BUFFET Serial No. 78/848,154 Filing Date: March 28, 2006 Registration No. 3,208,316 Registration Date: February 13, 2007	USA	IC 43: Restaurant services.	<i>Registered</i> 02/13/2017 – Section 8 & 9 renewal due.
FURR'S FRESH BUFFET (and Design)  Serial No. 85/311,760 Filing Date: May 4, 2011 Registration No. 4,180,545 Registration Date: July 24, 2012	USA	IC 43: Restaurant and catering services.	<i>Registered</i> 07/24/2018 – Section 8 & 15 Declaration due. 07/24/2022 – Section 8 & 9 renewal due.

Trademark Information	State/Country	Goods/Services	Deadline(s)
FURR'S FRESH BUFFET (and Logo)  Serial No. 78/848,159 Filing Date: March 28, 2006 Registration No. 3,208,317 Registration Date: February 13, 2007	USA	IC 43: Restaurant services.	<i>Registered</i> 02/13/2017 – Section 8 & 9 renewal due.
FURR'S FRESH SELECTIONS (and Design)  Serial No. 85/091,735 Filing Date: July 23, 2010	USA	IC 43: Catering of food and drinks; restaurant services.	<i>Pending</i> Awaiting acceptance of Statement of Use.
JUST WHAT YOU WANT. MADE FRESH. Serial No. 85/256,589 Filing Date: March 3, 2011 Registration No. 4,250,667 Registration Date: November 27, 2012	USA	IC 43: Catering services; restaurant services.	<i>Registered</i> 11/27/2018 – Section 8 & 15 Declaration Due. 11/27/2022 – Section 8 & 9 renewal due.

Schedule 2.2(b) – Excluded Contracts**Rejected Real Property Leases**

Store No.	Lessor	Property Location
128	Parkway Development LLC	200 West 22 nd Street, Clovis, NM 88101
141	Farm Properties, Inc.	6560 East 51 st Street, Tulsa, OK 74145
228	Humboldt Rio West, LLC	505 N. US Hwy 491, Gallup, NM 87301
315	Inland Diversified Dallas Wheatland LLC	39779 LBJ Frwy, Dallas, TX 75237
273	1750 Redondo, LLC	1606 South Georgetown, Wichita, Kansas 67218
247	Erland L. Stenberg and Mary Ann Stenberg	4900 Kipling, Wheat Ridge, Colorado 80033
308	National Retail Properties, LP	2340 E Griggs Ave., Las Cruces, NM 88001
309	National Retail Properties, LP	51 South Pantano Road, Tucson, Arizona, 85710
221	Rohde-Herzog Family Trust	937 N. Expressway Brownsville, TX 78521
271	Sparky-Sanders, LLC	2503 South Gregg, Big Spring, Texas 79720
316	HOULOUNNN, LLC	21005 Interstate 45, Spring TX 77373
317	SAMP 2 L.L.C.	7863 S Interstate 35, San Antonio, TX 78224

Rejected Equipment Leases

Store No.	Lessor	Property Location
316	Olympic Compactor Rentals, Inc.	21005 Interstate 45, Spring TX 77373
317	Maxus Capital Group, LLC	7863 S Interstate 35, San Antonio, TX 78224
317	All States Compactors, Inc.	7863 S Interstate 35, San Antonio, TX 78224
318	Olympic Inc.	8410 Highway 151, San Antonio, TX 78245

Rejected Contracts

Vendor Name	Description of Contract
CS Stars LLC	STARS Software Statement of Work #3

Schedule 2.3(a) – Trade Accounts Payable**Trade Accts Payable- Estimated Based on 6.19.14 Aging**

Vendor Name	Total Post AP Amount Due 6.19.14
Advanced Graphix	\$ 3,343.20
Baxter Clean Care	\$ 7,185.60
Billingly Produce	\$ 12,622.50
Bosch Packaging Service, Inc.	\$ 181.50
Bruce Foodservice	\$ 4,189.40
CSM/Caravan Ingredients	\$ 235.26
Cain Foods, Inc.	\$ 1,857.72
Cintas Corporation #18A	\$ 291.24
Clements Foods	\$ 2,041.04
Ecolab Inc 15714967	\$ 2,395.85
FedEx	\$ 401.66
FleetPride	\$ 2,557.39
Home Depot Credit Services	\$ 1,017.52
Hurley Packaging	\$ 72.00
Hyster Capital	\$ 3,852.85
IBT Inc	\$ 61.78
Ingomar	\$ 1,797.12
Insco Distributing Inc	\$ 225.64
International Food Products	\$ 41,612.46
J R Simplot	\$ 1,475.55
Johnson Bros Bakery Supply	\$ 1,470.24
Kerry Savory	\$ 893.44
Local & Western	\$ 24,523.48
Lubbock Electric Co	\$ 1,012.91
Lubbock Fire Extinguisher Service	\$ 178.07
Mayfield Paper Co.	\$ 543.46
Mission Foods	\$ 9,711.99
NMHG FINANCIAL SERVICES	\$ 3,314.38
National Frozen Foods Corp	\$ 20,093.23
National Onion	\$ 5,243.00
Nestle Brand Food Service	\$ 1,307.34
Okeene Mills	\$ 17,200.00
Paccar Financial Corp	\$ 4,440.26
Peterson Farms	\$ 38,506.29
Potato Specialty	\$ 188.32
RefrigiWear (acct#BUFF5000)	\$ 115.72
Rich Products Corp	\$ 300.00
Robert Heath Trucking	\$ 3,860.00
Royal Cup Coffee 1084459	\$ 6,178.78
Rusty's Weigh Scales & Service, Inc.	\$ 438.41

Vendor Name	Total Post AP Amount Due 6.19.14
Schepp's Dairy Inc	\$ 35,750.15
Shawnee Milling Co	\$ 5,754.50
Thermal Scientific, Inc.	\$ 824.87
Trans Consolidated Distributors Inc	\$ 2,047.68
UDawg	\$ 2,566.60
UniFirst Holdings, Inc.	\$ 316.35
United Parcel Service	\$ 850.64
Ventura Foods, LLC (#33149-001)	\$ 186.75
Western Marketing Inc	\$ 500.85
VIOLA DURON	\$ 30.00
OLD SEVILLE WASTE CONSULTING	\$ 2,332.69
GREEN PRODUCTS INC	\$ 242.48
IVAN BUSTOS	\$ 130.00
SHOES FOR CREWS INC	\$ 96.27
OKLAHOMA NATURAL GAS	\$ 555.79
BLAST MASTERS INC	\$ 5,354.39
AMILCAR MONROY	\$ 422.50
HARDIES FRUIT& VEGETABLE SO LP	\$ 1,590.10
OAK FARMS SAN ANTONIO	\$ 74.46
CRUNCH TIME INFORMATIONS	\$ 14,240.58
WELLS FARGO INSURANCE SERVICE	\$ 68,727.52
NATIONAL WELDERS SUPPLY CO INC	\$ 45.60
ANNETTE SHELL BALDWIN	\$ 1,001.25
ARAMARK UNIFORM SERVICES INC	\$ 217.21
BARRY M BARRON SR	\$ 372.82
KIM SLEDGE	\$ 201.02
TOTAL	\$ 371,369.67

Critical Vendor List

Vendor Alpha	Critical Amount Agreed to Pay
Advanced Food Systems	\$ 9,321.75
American Yeast Sales (#2398-01)	\$ 19,607.00
Idahoan Foods, LLC	\$ 30,450
Illes Seasonings & Flavors	\$ 7,012.50
International Food Products	TBD
Mission Foods	\$ 28,011.96
Okeene Mills	\$ 70,857.75
Plains Transportation, Inc.	\$ 11,019
Precise Food Ingredients, Inc.	\$ 9,007.50
R3 / Papercraft Southwest	\$ 73,688.57
Robert Heath Trucking Inc	\$ 9,806.25
Rubin Sales	\$ 45,106.88
Shawnee Milling Co	\$ 8,573.00
Sonstegard Foods	\$ 24,354.00
West Texas Seasoning	\$ 2,493.66
	\$ 349,309.84
Undetermined payout	\$ 10,790
75% Allowed	\$ 360,099

Schedule 2.3(d) – Cure Amounts

Landlord Name	TOTAL CURE AMOUNT (\$)
505 Cordova LLC C/o Westgate Properties	36,692.29
Air Gas	10,201.69
Air Liquide	3,252.00
AM Realty Capital (ARC CafeUSA001)	109,460.40
Anchor Equities Ltd	32,161.69
Arthur N Rupe Foundation	83,359.55
BioControl Systems	11,160.09
Boston & Mays LLC Inc	5,478.40
Bre Central Ind Non Reit	16,888.33
Cigna Health & Life Insurance Company	
Cintas Corp	1,648.53
Clear Channel	2,571.43
Consolidated Edison Solutions	50,000.00
Consolidated Holdings DBA Mesa Center LLC	0
Crunch Time Information Systems	7,824.00
Dennis A Gura Segura Holdings	27,696.58
Dr Pepper/Seven Up, Inc.	53,320.75
Ecolab – Dish Machines	55,573.67
Ecolab Inc. – Chemical Supply Agreement	98,039.44
Farm Properties Inc	0
Gallup Rio West LLC - Attn: Anita Artalejo	0
Greatamerica Financial Services	1,004.17
Headrick Outdoor Media	1,026.30
Holland Island LLC	108,850.04
Hume Arizona Holdings LLC - Attn: Jonathan Garonce	14,322.88
Hume Investment Advisors, LLC C/o Incorp Services	56,165.18
Hyster Capital	3,852.85
Inland Diversified Real Estate Services	0
Iron Mountain	7,197.67
Joe E Monarrez Jr	0
Konica Minolta Premier Finance	1,133.03
Las Palmas Riocan	54,443.59
Lone Star Signs	0
M Trammell	36,085.35
MacGuffin Films	25,000.00
Maxus Capital Group	36,507.16
MDJ Furrs Alta, LLC	0
Music City Mall Properties	57,072.34
N3 335 Plano TX LLC	74,577.14
National Retail Properties, LP - #204	0
National Retail Properties, LP - #311	0
National Retail Properties, LP - #313	104,790
New Mexico Logos	0
NMHG Financial	3,314.38
One Energy Shopping Center LLC	6,299.94
Parkway Development Co C/o Commercial Prop Serv	0
Premium Assignment Corp	58,583.05

Landlord Name	TOTAL CURE AMOUNT (\$)
Radiant Systems Inc. (Aloha Radiant)	53,833.16
Pepsi-Cola	0
Rogers Avenue Properties LLC	11,916.67
San Juan Associates	3,107.12
Tomorrow IX Broadmoor	4,727.55
Wells Fargo Insurance Service USA, Inc.	206,182.56
WFC Wyoming NM LLC - Attn: Alicia & Jeronimo	75,408.77
	\$1,631,085

Schedule 2.3(i) – Assumed Liabilities**Gift Cards**

Gift Cards - Unredeemed	\$	\$186,679.30
Subtotal – Gift Cards	\$	\$186,679.30

Ad Valorem Taxes

<u>Creditor</u>		<u>Amount</u>
Bexar County Tax Assessor	\$	19,377.61
City of El Paso & El Paso County Tax Assessor	\$	73.03
City of El Paso & El Paso County Tax Assessor	\$	2,268.21
City of Garland	\$	1,534.92
City of McAllen	\$	986.10
City of Sulphur Springs	\$	285.19
Collin County Tax Assessor	\$	1,631.34
Collin County Tax Assessor	\$	5,382.77
Dallas County Tax Office	\$	20,866.92
Dallas County Tax Office	\$	1,424.27
Dallas County Tax Office	\$	3,121.47
Ector County Tax Assessor	\$	2,125.00
Ector County Tax Assessor	\$	2,776.71
Garland ISD	\$	2,730.23
Hale County Appraisal District	\$	1,757.48
Hidalgo County & ISD	\$	4,686.75
Hopkins County Tax Office	\$	501.86
Lubbock County Appraisal District	\$	7,373.45
Lubbock County Appraisal District	\$	64,296.69
Lubbock County Appraisal District	\$	1,997.73
Lubbock County Appraisal District	\$	1,786.02
Lubbock County Appraisal District	\$	918.17
Lubbock County Appraisal District	\$	6,316.05
Lubbock County Appraisal District	\$	134.98
Lubbock County Appraisal District	\$	202.45
Lubbock County Appraisal District	\$	134.98
Lubbock County Appraisal District	\$	73,444.15
Lubbock County Appraisal District	\$	258.56
Lubbock County Appraisal District	\$	183.71
Lubbock County Appraisal District	\$	255.43
McKinley County Treasurer	\$	304.64
Midland County Tax Assessor	\$	290.13
Midland Central Appraisal District	\$	2,029.92
Potter County, Tax Assessor	\$	5,625.96
Potter County, Tax Assessor	\$	3,877.34

Sharon Hollingsworth – Tax Assessor	\$	4,247.08
Sulphur Springs ISD	\$	881.81
Tarrant County	\$	3,279.60
Tarrant County	\$	1,430.59
Tarrant County Tax Assessor	\$	187.40
Oklahoma Employee Secruity Commission	\$	7,604.36
Colorado Dept of Revenue	\$	2,183.00
Oklahoma Dept of Revenue	\$	15,349.51
Arizona Dept of Revenue	\$	9,297.77
Arkansas Dept of Revenue	\$	8,827.00
City of Tucson, Collections	\$	2,741.15
City of Wheat Ridge City Hall	\$	1,475.35
New Mexico Dept of Revenue	\$	116,261.12
Texas Dept of Revenue	\$	327,195.55

Subtotal - Ad Valorem Taxes	\$	739,873.45
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Total Assumed Liabilities	\$	926,552.75
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*Notwithstanding the foregoing, the 2013 and any prior year ad valorem taxes that are due and payable with respect to the Purchased Assets shall be paid upon the later of (a) Closing or (b) such later date as agreed upon by the Purchaser and applicable taxing authority, and the Purchased Assets shall be sold subject to the liens for the 2014 ad valorem taxes, liability for which taxes is assumed and shall be paid by the Purchaser in the ordinary course of business.

Schedule 3 – Seller Disclosure Schedule

None.

Schedule 4 – Purchaser Disclosure Schedule

None.

Schedule 5.12 – Contract & Cure Schedule

Landlord Name	Store #	Description	Docket # of Court Order, if applicable	TOTAL CURE AMOUNT (\$)	ASSUME OR REJECT
505 Cordova LLC C/o Westgate Properties	116	Rent/Lease/Property		36,692.29	ASSUME
Air Gas				10,201.69	ASSUME
Air Liquide	DF	Nitrogen Contract		3,252.00	ASSUME
AM Realty Capital (ARC CafeUSA001)	148	Rent/Lease/Property	[]	109,460.40	ASSUME
Anchor Equities Ltd	190	Rent/Lease/Property		32,161.69	ASSUME
Arthur N Rupe Foundation	235	Rent/Lease/Property		83,359.55	ASSUME
BioControl Systems		Lab Supply Agreement		11,160.09	ASSUME
Boston & Mays LLC Inc	110	Rent/Lease/Property		5,478.40	ASSUME
Bre Central Ind Non Reit	corporate	Rent/Lease/Property		16,888.33	ASSUME
Cigna Health & Life Insurance Company		Dental Plan			ASSUME
Cintas Corp		Service Agreement		1,648.53	ASSUME
Clear Channel		Billboard Contract		2,571.43	ASSUME
Consolidated Edison Solutions ¹				50,000.00	ASSUME
Consolidated Holdings DBA Mesa Center LLC	104	Rent/Lease/Property		0	ASSUME
Crunch Time Information Systems		License Agreement		7,824.00	ASSUME
Dennis A Gura Segura Holdings	160	Rent/Lease/Property		27,696.58	ASSUME
Dr Pepper/Seven Up, Inc.		Purchasing agreement		53,320.75	ASSUME
Ecolab – Dish Machines		Dish Machines		55,573.67	ASSUME
Ecolab Inc. – Chemical Supply Agreement				98,039.44	ASSUME
Farm Properties Inc	141	Rent/Lease/Property		0	REJECT
Gallup Rio West LLC - Attn: Anita Artalejo	228	Rent/Lease/Property		0	REJECT
Greatamerica Financial Services		Xerox Copier Systems		1,004.17	ASSUME
Headrick Outdoor Media		Sulphur Springs - Billboard		1,026.30	ASSUME
Holland Island LLC	123	Rent/Lease/Property		108,850.04	ASSUME
Hume Arizona Holdings LLC - Attn: Jonathan Garonce	231	Rent/Lease/Property		14,322.88	ASSUME
Hume Investment Advisors, LLC C/o Incorp Services	234	Rent/Lease/Property		56,165.18	ASSUME
Hyster Capital		Operating lease		3,852.85	ASSUME

¹ Assumed Per Email Agreement Dated 6/24/14 – Agree Order to Be Submitted.

Inland Diversified Real Estate Services	315	Rent/Lease/Property	426	0	REJECT
Iron Mountain				7,197.67	ASSUME
Joe E Monarrez Jr	176	Rent/Lease/Property		0	REJECT
Konica Minolta Premier Finance		Copier lease		1,133.03	ASSUME
Las Palmas Riocan	500	Rent/Lease/Property	430	54,443.59	ASSUME
Lone Star Signs		Billboard Contract		0	ASSUME
M Trammell	302	Rent/Lease/Property		36,085.35	ASSUME
MacGuffin Films				25,000.00	ASSUME
Maxus Capital Group		Schedule 2 (Store 319); Schedule 3 (Dynamic)		36,507.16	ASSUME
MDJ Furr's Alta, LLC	191	Rent/Lease/Property		0	ASSUME
Music City Mall Properties	102	Rent/Lease/Property		57,072.34	ASSUME
N3 335 Plano TX LLC	319	Rent/Lease/Property		74,577.14	ASSUME
National Retail Properties, LP - #204	204	Rent/Lease/Property		0	ASSUME
National Retail Properties, LP - #311	311	Rent/Lease/Property		0	ASSUME
National Retail Properties, LP - #313	313	Rent/Lease/Property		104,790	ASSUME
New Mexico Logos		Billboard Contract		0	ASSUME
NMHG Financial		Operating lease (Lift Equipment)		3,314.38	ASSUME
One Energy Shopping Center LLC	101	Rent/Lease/Property		6,299.94	ASSUME
Parkway Development Co C/o Commercial Prop Serv	128	Rent/Lease/Property		0	REJECT
Premium Assignment Corp		Financing for Annual Insurance Package		58,583.05	ASSUME
Radiant Systems Inc. (Aloha Radiant)		POS - On line reporting, See Aloha Contract		53,833.16	ASSUME
Pepsi-Cola		Purchasing agreement		0	REJECT
Rogers Avenue Properties LLC	312	Rent/Lease/Property		11,916.67	ASSUME
San Juan Associates	175	Rent/Lease/Property	428	3,107.12	ASSUME
Tomorrow IX Broadmoor	103	Rent/Lease/Property		4,727.55	ASSUME
Wells Fargo Insurance Service USA, Inc.		Merchant Processor Service Agreement		206,182.56	ASSUME
WFC Wyoming NM LLC - Attn: Alicia & Jeronimo	115	Rent/Lease/Property		75,408.77	ASSUME
				\$1,631,085	

Schedule 10.1 – Employees**(i) Senior management**

Position	Name
Chief Executive Officer	Barry M. Barron, Sr.
Chief Financial Officer	David Siebert
Vice President – Operation	Sam Pyeatt
Senior Director – Operations (Dynamic Foods)	Richard Hill
Senior Director – Purchasing (Dynamic Foods)	Connie Luck

(ii) At-will employees

*Note: Regional Managers (4), Corporate staff and Store level personnel may not require written agreements.